

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re: : Chapter 11
:
W.R. GRACE & CO., *et al.*, : Case No. 01-1139 (JKF)
:
Debtors. : (Jointly Administered)

CERTIFICATE OF NO OBJECTION (RE: DOCKET NO. 23762)

On November 13, 2009, Saul Ewing LLP, (“Saul Ewing”), co-counsel to the Official Committee of Equity Security Holders, filed its Second Quarterly Fee Application of Saul Ewing LLP, Co-Counsel to the Official Committee of Equity Security Holders, for Compensation and Reimbursement of Expenses for the Period from July 1, 2009 through September 30, 2009 (the “Application”). The Notice of Application provided an objection deadline of 4:00 p.m. (Eastern Standard Time) on December 3, 2009. The undersigned hereby certifies that no answer, objection or any responsive pleading with respect to the Application has been filed with the Court. The undersigned has received some general comments from the Fee Auditor regarding prior quarterly periods which the undersigned has incorporated going forward.

WHEREFORE, Saul Ewing respectfully requests that the Court enter an order approving this Application at its earliest convenience.

SAUL EWING LLP

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-and-

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Dated: December 29, 2009

Co-Counsel to the Official Committee
of Equity Security Holders